

GOODWIN | PROCTER

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U.S. DISTRICT COURT
DISTRICT OF MASS.

December 23, 2005

The Honorable Patti B. Saris
United States District Judge
United States District Court for the
District of Massachusetts
John Joseph Moakley U.S. Courthouse
1 Courthouse Way, Suite 6130
Boston, MA 02210

Re: ScanSoft, Inc. v. Voice Signal Technologies, Inc., et al.,
C.A. No. 04-10353-PBS

Dear Judge Saris:

I'm writing to suggest a process for the resolution of the Motion to Disqualify filed by Voice Signal Technologies, Inc. in the above-referenced case, following submission of the set of e-mails discussed at the hearing on Voice Signal's motion.

You recognized at the hearing that disputes of fact on several key issues were created by the affidavits submitted. We believe the e-mails will give you some sense of the interaction between Voice Signal and Goodwin Procter, but I think both sides recognize that the e-mails do not resolve those disputes of fact.

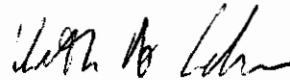
On the assumption that you may therefore still want to refer the motion to someone else for resolution of those disputes of fact, I write to report that Mr. Frank and I have discussed the option of a special master and cannot agree to recommend that course of action to you, and to suggest that, if you do send the issue to a Magistrate Judge, it should not be to Magistrate Judge Alexander. She has heard (and presumably will continue to hear) issues in this case, and like

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yourself should remain uninvolved in the parties' presentation on the disqualification issue. We therefore suggest that a referral to one of the other Boston Magistrate Judges might be the most appropriate way to proceed.

Very truly yours,

A handwritten signature in black ink, appearing to read "Kenneth A. Cohen", written in a cursive style.

Kenneth A. Cohen

KAC:cbd
Cc: Robert S. Frank, Jr.

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